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**Exhibit A**  
**Proposed Order**

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**UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION**

**In re:**

**PG&E CORPORATION,**

**- and -**

**PACIFIC GAS AND ELECTRIC  
COMPANY,**

**Debtors.**

- ☐ Affects PG&E Corporation  
☒ Affects Pacific Gas and Electric Company  
☐ Affects both Debtors

*\* All papers shall be filed in the Lead Case,  
No. 19-30088 (DM).*

Bankruptcy Case  
No. 19-30088 (DM)

Chapter 11

(Lead Case)

(Jointly Administered)

**[PROPOSED] ORDER GRANTING THE  
MOTION OF THE UTILITY FOR  
LIMITED RELIEF FROM THE  
AUTOMATIC STAY TO APPEAL  
CERTAIN MATTERS PENDING BEFORE  
THE FEDERAL ENERGY REGULATORY  
COMMISSION**

Upon the Motion, dated June 3, 2019 [Dkt. No. \_\_\_] (the “**Motion**”),<sup>3</sup> of PG&E Corporation (“**PG&E Corp.**”) and Pacific Gas and Electric Company (the “**Utility**”), as debtors and debtors in possession (collectively, “**PG&E**” or the “**Debtors**”) in the above-captioned chapter 11 cases (the “**Chapter 11 Cases**”), pursuant to sections 105 and 362 of title 11 of the United States Code (the “**Bankruptcy Code**”), all as more fully set forth in the Motion; and this Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334, *Order Referring Bankruptcy Cases and Proceedings to Bankruptcy Judges*, General Order 24 (N.D. Cal.), and Rule 5011-1(a) of the Bankruptcy Local Rules for the United States District Court for the Northern District of California (the “**Bankruptcy Local Rules**”); and consideration of the Motion and the requested relief being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having found and determined that notice of the Motion as provided to the parties listed therein is reasonable and sufficient under the circumstances, and it appearing that no other or further notice need be provided; and this Court having held a hearing on the Motion; and this Court having determined that the legal and factual bases set forth in the Motion and the *Declaration of Theodore E. Tsekerides* establish just cause for the relief sought; and upon all of the proceedings had before this Court and after due deliberation and sufficient cause appearing therefor,

**IT IS HEREBY ORDERED THAT:**

1. The Motion is granted as provided herein. The Court grants (a) prospective relief from the automatic stay to permit the Utility to file and prosecute to conclusion an appeal of the FERC Orders, and (b) retroactive relief from the automatic stay, to the extent necessary, to avoid the invalidation based on the automatic stay of the Utility’s Requests for Rehearing, or the FERC Orders, or of post-petition actions by the Utility or FERC relating to the FERC Orders.

<sup>3</sup> Capitalized terms used but not otherwise herein defined shall have the meanings given to such terms in the Motion.

2. This Order does not authorize, permit or validate the commencement or continuation of any other litigation proceedings at FERC, specifically including but not limited to proceedings relating to any of the PPAs.
3. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, or enforcement of this Order.

**\*\* END OF ORDER \*\***